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*Counsel to Vale S.A.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 15
BSG RESOURCES LIMITED (in	)	
administration,	)	Case No. 19-11845 (SHL)
	)	
Debtor in a Foreign Proceeding.	)	
	)	

**NOTICE OF APPEARANCE AND  
REQUEST FOR SERVICE OF PAPERS**

**PLEASE TAKE NOTICE** that Jonathan I. Blackman, Jeffrey A. Rosenthal, and Lisa M. Schweitzer, members of Cleary Gottlieb Steen & Hamilton LLP, hereby appear in the above-captioned case pursuant to Rule 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) as counsel to Vale S.A., and request, pursuant to Bankruptcy Rules 2002, 9007, and 9010, that all notices given or required to be given in this case and all papers served or required to be served in this case or related adversarial proceedings be served upon the undersigned at the following office address, telephone numbers and e-mail addresses:

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**PLEASE TAKE FURTHER NOTICE** that the foregoing request includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telegraph, telex, facsimile transmission, e-mail, or otherwise, which affect the above-captioned debtors or property of such debtors.

**PLEASE TAKE FURTHER NOTICE** that this Notice of Appearance and Request for Service of Papers shall not be deemed to be a waiver of any rights of Vale S.A., including without limitation, any rights (a) to have final orders in noncore matters entered only after *de novo* review by a district court judge, (b) to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, or (c) to have the district court

withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (d) to any other rights, claims, actions, setoffs or recoupments, under law or in equity, of Vale S.A., all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved. Nor shall this Notice of Appearance and Request for Service of Papers be deemed to constitute consent to electronic service of any pleading or papers for which mailed or personal service is required under the applicable Bankruptcy Rules or Federal Rules of Civil Procedure.

Dated: New York, New York  
June 4, 2019

**CLEARY GOTTlieb STEEN & HAMILTON LLP**

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